

05/18/00

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05-24-2000

CORRECTE



R SHEET

101366760

Assistant Commissioner for Trademark

al document.

1. Name of conveying party(ies):

DiviCom Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation—State of Delaware
- Other _____

Additional name(s) attached? Yes No

2. Name and address of receiving party(ies):

C-Cube Microsystems Inc.
1778 McCarthy Boulevard
Milpitas, California 95035

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation—State of Delaware
- Other _____

If the assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No

Additional names/addresses attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: January 25, 2000

4. Application number(s) or trademark number(s):

A. Trademark Application No(s):

- 75/317,809
- 75/348,277
- 75/415,031
- 75/445,395
- 75/456,066
- 75/504,785
- 75/515,554
- 75/531,906
- 75/635,102
- 75/803,009
- 75/804,136

B: Trademark No(s):

- 2,233,612
- 2,238,016

Additional numbers attached? Yes No

5. Name/address of party to whom correspondence concerning document should be mailed:

TIMOTHY A. FRENCH
Fish & Richardson P.C.
225 Franklin Street
Boston, MA 02110-2804

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR §3.41): \$340.00

- Enclosed
- Authorized to charge Deposit Account.

8. Deposit Account No.: 06-1050

Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.

CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL624320408US

I hereby certify under 37 CFR §1.10 that this correspondence is being deposited with the United States Postal Service as Express Mail Post Office to Addressee with sufficient postage on the date indicated below and is addressed to Box Assignments, Commissioner for Patents and Trademark, Washington DC 20231

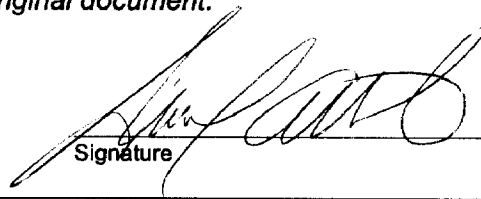
5/18/00
Date of Deposit

Signature

MARK CARVEY
Typed Name of Person Signing Certificate

9. Statement and Signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.*

Timothy A. French
Reg. No. 30,175
Name of Person Signing


Signature

February 7, 2000
Date

Total number of pages including cover sheet, attachments, and document: 5

MFD
2-7-00

03-08-2000

Substitute Form PTO-1594
Attorney Docket No.: 07923/123001

RE



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210 FEB -7 AM 10:42
OPR/FINANCE

Assistant Commissioner for Trademarks: Please record the attached copies of an original document.

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 Association
 General Partnership
 Limited Partnership
 Corporation—State of Delaware
 Other _____

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03/08/2000 DNGUYEN 00000004 75317809
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DO NOT USE THIS SPACE

CERTIFICATE OF MAILING BY EXPRESS MAIL

Express Mail Label No. EL245451218US

I hereby certify under 37 CFR §1.10 that this correspondence is being deposited with the United States Postal Service as Express Mail Post Office to Addressee with sufficient postage on the date indicated below and is addressed to the Box Assignments, Commissioner for Patents and Trademark, Washington DC 20231

2/7/2000
Date of Deposit

Paul Bea
Signature

Paul Bea
Typed Name of Person Signing Certificate

DO NOT USE THIS SPACE

9. Statement and Signature: *To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.*

Timothy A. French
Reg. No. 30,175
Name of Person Signing


Signature

May 18, 2000
Date

Total number of pages including cover sheet, attachments, and document: 5

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TRADEMARK
REEL: 002077 FRAME: 0864

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DIVICOM INC.", A DELAWARE CORPORATION, WITH AND INTO "C-CUBE MICROSYSTEMS INC." UNDER THE NAME OF "C-CUBE MICROSYSTEMS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Edward J. Freel
Edward J. Freel, Secretary of State

2376732 8100M
001047557

AUTHENTICATION: 0227404
DATE: 01-31-00

415 222 9631 FEB 04 2002 12:27 PM OFFICE OF THE SECRETARY OF STATE

**CERTIFICATE OF OWNERSHIP AND MERGER
OF SUBSIDIARY INTO PARENT**

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING**

**DIVICOM INC.,
a Delaware corporation**

INTO

**C-CUBE MICROSYSTEMS INC.,
a Delaware corporation**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

C-Cube Microsystems Inc., a Delaware corporation (the "Corporation") does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of each class of the capital stock of DiviCom Inc., a Delaware corporation.

FOURTH: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 25th day of January, 2000, determined to merge into itself DiviCom Inc. on the conditions set forth in such resolutions:

RESOLVED: That C-Cube Microsystems Inc. merge into itself its subsidiary, DiviCom Inc., and assume all of said subsidiary's liabilities and obligations;

RESOLVED FURTHER: That the President and Secretary of this Corporation be and they hereby are directed to make, execute, and acknowledge a certificate of ownership and merger setting forth a copy of the resolution to merge said DiviCom Inc. into this corporation and to assume said subsidiary's liabilities and obligations and the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware and a certified copy thereof in the Office of the Recorder of Deeds.

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** TOTAL PAGE.04 **

JAN-28-2000 16:07

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415 227 0643 P.03/03

IN WITNESS WHEREOF, said C-Cube Microsystems Inc. has caused its corporate seal to be affixed and this certificate to be signed by Alexandra Balkanski, its authorized officer, this 25th day of January, 2000.

C-CUBE MICROSYSTEMS INC.,
a Delaware corporation

By: ABalkanski
Alexandre Balkanski,
President and Chief Executive Officer

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TOTAL P.03

415 222 9631 FEB 04 2000 13:28 FR ATTY AT LAW MSOR 415 222 9631 TO 14084906524 P.04/04

RECORDED: 02/07/2000

TRADEMARK
REEL: 002077 FRAME: 0867